

Resolution No. \_\_\_\_\_

RESOLUTION PROVIDING FOR THE SALE OF APPROXIMATELY  
\$15,800,000 NOTE ANTICIPATION NOTES

WHEREAS the City of Waukesha, Waukesha County, Wisconsin (the "City") is presently in need of approximately \$15,800,000 for public purposes, including paying the costs of sewer utility projects, a fire station/police substation project and water utility projects;

WHEREAS the City intends to issue general obligation promissory notes for such purposes pursuant to Section 67.12(12) of the Wisconsin Statutes; and

WHEREAS it is desirable to anticipate the issuance of such notes through the issuance of note anticipation notes pursuant to Section 67.12(1)(b), Wis. Stats.;

NOW, THEREFORE, BE IT RESOLVED that:

1. The City shall issue Note Anticipation Notes in the amount of approximately \$15,800,000 (the "Notes") for the purposes above specified.
2. The Common Council hereby authorizes and directs the officers of the City to take all actions necessary to negotiate the sale of the Notes with Robert W. Baird & Co. Incorporated ("Baird"). The appropriate officers of the City are hereby authorized to execute such agreements or other documents as are necessary to engage Baird to act as underwriter of the Notes. At its meeting on April 21, 2015 or a subsequent meeting, the Common Council shall take further action to approve the details of the Notes and authorize the sale of the Notes.
3. The City Clerk shall cause an Official Statement concerning this issue to be prepared by Baird. The appropriate City officials shall determine when the Official Statement is final for purposes of Securities and Exchange Commission Rule 15c2-12 and shall certify said Statement, such certification to constitute full authorization of such Statement under this resolution.

Passed this 19th day of February, 2015.

Approved this 19th day of February, 2015.

\_\_\_\_\_  
Mayor

Attest:

\_\_\_\_\_  
City Clerk